

**Hearing Date and Time:** November 29, 2012 at 10:00 a.m. (Prevailing Eastern Time)

**Objection Deadline:** November 16, 2012 at 4:00 p.m. (Prevailing Eastern Time)

**Response Deadline:** November 23, 2012 at 4:00 p.m. (Prevailing Eastern Time)

GODFREY & KAHN, S.C.  
One East Main Street, Suite 500  
P.O. Box 2719  
Madison, Wisconsin 53701-2719  
Telephone: (608) 257-3911  
Facsimile: (608) 257-0609

Katherine Stadler  
Brady C. Williamson

*Attorneys for the Fee Committee*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

|   |          |                                |
|---|----------|--------------------------------|
|   | <b>x</b> |                                |
| <b>In re</b>                                  | :        | <b>Chapter 11</b>              |
| <b>LEHMAN BROTHERS HOLDINGS, INC. et al.,</b> | :        | <b>Case No. 08-13555 (JMP)</b> |
| <b>Debtors.</b>                               | :        | <b>(Jointly Administered)</b>  |
|   | <b>x</b> |                                |

**NOTICE OF HEARING ON FINAL APPLICATIONS OF RETAINED  
PROFESSIONALS FOR FINAL ALLOWANCE AND APPROVAL OF  
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND  
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED  
FROM SEPTEMBER 15, 2008 TO MARCH 6, 2012**

**PLEASE TAKE NOTICE** that a hearing to consider the final applications of the retained professionals listed on the attached **Exhibit A** (the “**Final Fee Applications**”) will be held before the Honorable James M. Peck, United States Bankruptcy Judge, at a location to be determined pursuant to General Order M-443 dated November 5, 2012, on **November 29, 2012** **at 10:00 a.m. (Prevailing Eastern Time).**

**PLEASE TAKE FURTHER NOTICE** that the Final Fee Applications seek allowance of final compensation for professional services performed, and reimbursement of actual and necessary expenses incurred, during the periods listed on **Exhibit A**, pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the Final Fee Applications shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and the Local Rules of the Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), shall set forth the name of the objecting party, the basis for the objection and specific grounds thereof, shall be filed with the Bankruptcy Court electronically in accordance with General Orders M-182 and M-399 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)) by registered users of the Bankruptcy Court’s case filing system and by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format (with two hard copies delivered directly to Chambers), and shall be served upon: (i) the chambers of the Honorable James M. Peck, One Bowling Green, New York, New York, 10004, Courtroom 601; (ii) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York, 10153, Attn: Lori R. Fife, Esq., attorneys for the Debtors; (iii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York, 10004, Attn: Tracy Hope Davis, Esq. and Andrea B. Schwartz, Esq.; (iv) Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York, 10005, Attn: Dennis F. Dunne, Esq., Dennis O’Donnell, Esq., and Evan Fleck, Esq., attorneys for the Official Committee of Unsecured Creditors appointed in these cases; (v) Alvarez & Marsal North America, LLC, 600 Madison

Avenue, 8<sup>th</sup> Floor, New York, New York 10022, Attn: John Suckow, chief restructuring officer for Lehman Brothers Holdings, Inc.; (vi) Akerman Senterfitt, One Southeast Third Avenue, 25<sup>th</sup> Floor, Miami, FL 33131, Attn: Andrea S. Hartley, Esq., Special Counsel to the Debtors; (vii) Bingham McCutchen LLP, 2020 K Street N.W., Washington, D.C. 20006-1806, Attn: Sheri Dillon, Esq., Special Counsel to the Debtors; (viii) Curtis, Mallet-Prevost, Colt & Mosle LLP, 101 Park Avenue, New York, NY 10178-0061, Attn: Lynn Harrison III, Esq. and Heather Hiznay, Esq., Special Counsel to the Debtors; (ix) Foster Graham Milstein & Calisher, LLP, 360 South Garfield Street, 6<sup>th</sup> Floor, Denver, CO 80209, Attn: Larry Katz and Daniel Calisher, Esq., Special Counsel to the Debtors; (x) FTI Consulting, Inc., 3 Times Square – 11<sup>th</sup> Floor, New York, NY 10036, Attn: Michael Eisenband, Senior Managing Director, Financial Advisors for the Official Committee of Unsecured Creditors; (xi) Gibson Dunn & Crutcher LLP, 2 – 4 Temple Avenue, London EC4Y OHB, United Kingdom Attn: Wayne McArdle, Esq. and 200 Park Avenue, New York, NY 10166-0193, Attn: Daniel Horowitz, Esq., Special Counsel to the Debtors; (xii) Gleacher & Company Securities, Inc., c/o Goodwin Procter LLP, The New York Times Building, 620 Eighth Avenue, New York, NY 10018 Attn: Stephen Hentschel, Managing Director and Emanuel C. Grillo, Esq., Debtors' Financial Advisor; (xiii) Huron Consulting Group, 550 W. Van Buren, Chicago, IL 60607, Attn: Elaine Lane, Debtors' Tax Services Providers; (xiv) Jones Day, 222 East 41<sup>st</sup> Street, New York, NY 10017, Attn: Robert W. Gaffey, Esq. and Benjamin Rosenblum, Esq., Special Counsel to the Debtors; (xv) Lazard Frères & Co. LLC, 30 Rockefeller Plaza, New York, NY 10020, Attn: Bradley Dunn, Debtors' Investment Banker; (xvi) McKenna Long & Aldridge LLP, 303 Peachtree Street, N.E., Suite 5300, Atlanta, GA 30308, Attn: Alison Elko Franklin, Esq., Special Counsel to the Debtors; (xvii) Milbank, Tweed, Hadley & McCloy LLP, 1850 K Street, N.W., Suite 1100, Washington, D.C. 20006,

Attn: Andrea McNamara, Esq., Counsel to the Official Committee of Unsecured Creditors;  
(xviii) Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 36<sup>th</sup> Floor, New York, NY  
10017-2024, Attn: Maria Bove, Esq., Special Counsel to the Debtors; (xix) Quinn, Emanuel,  
Urquhart & Sullivan LLP, 51 Madison Avenue, 22<sup>nd</sup> Floor, New York, NY 10010, Attn: James  
Tecce, Esq., Special Counsel to the Official Committee of Unsecured Creditors; (xx) Reilly  
Pozner LLP, 1900 Sixteenth Street, Suite 1700, Denver, CO 80202, Attn: Michael A. Rollin,  
Esq., Special Counsel to the Debtors; (xxi) SNR Denton US LLP, 1221 Avenue of the Americas,  
New York, NY 10020-1089, Attn: Hugh M. McDonald, Esq., Special Counsel to the Debtors;  
(xxii) Sutherland Asbill & Brennan LLP, 1275 Pennsylvania Avenue, NW, Washington, D.C.  
20004-2415, Attn: Jerome B. Libin, Esq., Debtors' Special Tax Counsel; (xxiii) The O'Neil  
Group, LLC, 4431 P Street, NW, Washington, D.C. 20007, Attn: Jacqueline O'Neil, Debtors'  
Tax Services Provider; (xxiv) Windels Marx Lane & Mittendorf, LLP, 156 West 56<sup>th</sup> Street,  
New York, NY 10019, Attn: Robert A. Rossi, Esq., Special Counsel to the Debtors; (xxv)  
Wollmuth Maher & Deutsch, LLP, 500 Fifth Avenue, New York, NY 10110, Attn: John  
Giampolo, Esq., Special Counsel to the Debtors; (xxvi) Godfrey & Kahn, S.C., One East Main  
Street, Suite 500, Madison, Wisconsin 53703, Attn: Brady C. Williamson, Esq. and Katherine  
Stadler, Esq. attorneys for the Fee Committee **so as to be so filed and received by no later than  
November 16, 2012 at 4:00 p.m. (Prevailing Eastern Time)** (the "Objection Deadline").

**PLEASE TAKE FURTHER NOTICE** that if no objections are timely filed and served with respect to the Final Fee Applications listed on **Exhibit A**, the Fee Committee may, on or after the Objection Deadline, submit to the Bankruptcy Court an order granting the Final Fee Applications, which order may be entered with no further notice or opportunity to be heard offered to any party.

**TAKE FURTHER NOTICE** that this notice and the applications listed on **Exhibit A** are separate and distinct from the uncontested applications already noticed for hearing on November 14, 2012 at 10:00 a.m. (Prevailing Eastern Time) (an adjourned date from the originally scheduled hearing on October 30, 2012) [Docket No. 31901].

Dated: Madison, Wisconsin  
November 7, 2012.

GODFREY & KAHN, S.C.

By: /s/ *Katherine Stadler*  
Brady C. Williamson  
Katherine Stadler

GODFREY & KAHN, S.C.  
One East Main Street, Suite 500  
P.O. Box 2719  
Madison, Wisconsin 53701-2719  
Telephone: (608) 257-3911  
Facsimile: (608) 257-0609  
E-mail: [bwilliam@gklaw.com](mailto:bwilliam@gklaw.com)  
[kstadler@gklaw.com](mailto:kstadler@gklaw.com)

*Attorneys for the Fee Committee*

**Lehman Brothers Holdings, Inc., et al.**  
**Case No. 08-13555 (JMP)**

**EXHIBIT A**

|     |   |   |  | Amounts Requested<br>for Final Fee Period<br>(Sept. 15, 2008 thru March 6, 2012) |              |
|-----|---|---|--|--|--------------|
| No. | Name of Retained<br>Professional  | Date Final Fee<br>Application<br>Submitted<br>[ECF No.] | Period Covered by<br>Final Fee Application | Fees   | Expenses     |
| 1   | <b>Akerman Senterfitt</b><br><br>Debtors' Special Counsel   | 07/05/2012<br>[ECF No. 29221]                           | January 1, 2011 to<br>March 6, 2012        | \$750,503.31   | \$43,918.16  |
| 2   | <b>Bingham McCutchen LLP</b><br><br>Debtors' Special Counsel  | 07/05/2012<br>[ECF No. 29210]                           | Sept. 15, 2008 to<br>March 6, 2012         | 23,211,984.57  | 1,552,282.58 |
| 3   | <b>Curtis, Mallet-Prevost, Colt &amp; Mosle LLP</b><br><br>Debtors' Conflicts Counsel                         | 07/05/2012<br>[ECF No. 29228]                           | Sept. 26, 2008 to<br>March 6, 2012         | 51,930,556.07  | 1,967,246.91 |
| 4   | <b>Foster Graham Milstein &amp; Calisher, LLP</b><br><br>Debtors' Special Counsel                             | 07/13/2012<br>[ECF No. 29400]                           | February 1, 2011 to<br>March 6, 2012       | 141,417.20   | 0.00         |
| 5   | <b>FTI Consulting, Inc.</b><br><br>Financial Advisors for the<br>Official Committee of<br>Unsecured Creditors | 07/05/2012<br>[ECF No. 29231]                           | Sept. 17, 2008 to<br>March 6, 2012         | 96,969,936.00  | 1,493,373.00 |

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|-----|--|---|--|--|--------------|
| No. | Name of Retained<br>Professional   | Date Final Fee<br>Application<br>Submitted<br>[ECF No.] | Period Covered by<br>Final Fee Application | Fees   | Expenses     |
| 6   | <b>Gibson Dunn &amp; Crutcher<br/>LLP</b><br><br>Debtors' Special Counsel            | 07/13/2012<br>[ECF No. 29401]                           | Sept. 1, 2009 to<br>March 6, 2012          | 4,828,716.78   | 79,969.04    |
| 7   | <b>Gleacher &amp; Company<br/>Securities, Inc.</b><br><br>Debtors' Financial Advisor | 07/05/2012<br>[ECF No. 29232]                           | February 17, 2011 to<br>March 6, 2012      | 7,500,000.00   | 554,678.75   |
| 8   | <b>Huron Consulting Group</b><br><br>Debtors' Tax Services<br>Providers              | 08/15/2012<br>[ECF No. 30041]                           | January 26, 2009 to<br>January 31, 2010    | 1,951,042.89   | 133,895.87   |
| 9   | <b>Jones Day</b><br><br>Debtors' Special Counsel                                     | 07/05/2012<br>[ECF No. 29227]                           | Sept. 15, 2008 to<br>March 6, 2012         | 67,447,088.57  | 1,884,333.43 |
| 10  | <b>Lazard Freres &amp; Co. LLC</b><br><br>Debtors' Investment Banker                 | 07/10/2012<br>[ECF No. 29320]                           | Sept. 15, 2008 to<br>March 6, 2012         | 49,438,709.68  | 1,011,202.74 |

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|-----|---|---|--|--|--------------|
| No. | Name of Retained<br>Professional  | Date Final Fee<br>Application<br>Submitted<br>[ECF No.] | Period Covered by<br>Final Fee Application | Fees   | Expenses     |
| 11  | <b>McKenna Long &amp; Aldridge LLP</b><br><br>Debtors' Special Counsel  | 07/13/2012<br>[ECF No. 29405]                           | Sept. 15, 2008 to<br>March 6, 2012         | 5,821,048.50   | 462,187.33   |
| 12  | <b>Milbank, Tweed, Hadley &amp;<br/>McCloy LLP</b><br><br>Counsel to the Official<br>Committee of Unsecured<br>Creditors              | 07/05/2012<br>[ECF No. 29238]                           | Sept. 17, 2008 to<br>March 6, 2012         | 144,430,022.50   | 6,707,064.31 |
| 13  | <b>Pachulski Stang Ziehl &amp;<br/>Jones LLP</b><br><br>Debtors' Special Counsel  | 07/05/2012<br>[ECF No. 29226]                           | February 25, 2009<br>to March 6, 2012      | 4,951,291.27   | 305,199.52   |
| 14  | <b>Quinn, Emanuel, Urquhart &amp;<br/>Sullivan LLP</b><br><br>Special Counsel for the Official<br>Committee of Unsecured<br>Creditors | 07/05/2012<br>[ECF No. 29236]                           | Sept. 17, 2008 to<br>March 5, 2012         | 40,757,246.10  | 2,186,638.32 |

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|-----|---|---|--|--|------------|
| No. | Name of Retained<br>Professional  | Date Final Fee<br>Application<br>Submitted<br>[ECF No.] | Period Covered by<br>Final Fee Application | Fees   | Expenses   |
| 15  | <b>Reilly Pozner LLP</b><br><br>Debtors' Special Counsel                              | 07/05/2012<br>[ECF No. 29233]                           | January 19, 2009 to<br>March 5, 2012       | 8,900,831.00   | 814,929.41 |
| 16  | <b>SNR Denton US LLP</b><br>(f/k/a Sonnenschein Nath)<br><br>Debtors' Special Counsel | 07/03/2012<br>[ECF No. 29194]                           | January 1, 2010 to<br>March 6, 2012        | 2,580,865.12   | 17,064.57  |
| 17  | <b>Sutherland Asbill &amp; Brennan<br/>LLP</b><br><br>Debtors' Special Tax Counsel    | 07/13/2012<br>[ECF No. 29402]                           | February 1, 2010 to<br>March 6, 2012       | 1,029,638.50   | 5,099.40   |
| 18  | <b>The O'Neil Group, LLC</b><br><br>Debtors' Tax Services Provider                    | 03/29/2012<br>[ECF No. 27218]                           | January 6, 2010 to<br>March 6, 2012        | 3,147,323.00   | 224,389.18 |
| 19  | <b>Windels Marx Lane &amp;<br/>Mittendorf, LLP</b><br><br>Debtors' Special Counsel    | 07/11/2012<br>[ECF No. 29350]                           | Sept. 15, 2008 to<br>March 6, 2012         | 4,467,120.84   | 122,703.28 |

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|-----|--|---|--|--|------------------------|
| No. | Name of Retained<br>Professional   | Date Final Fee<br>Application<br>Submitted<br>[ECF No.] | Period Covered by<br>Final Fee Application | Fees   | Expenses               |
| 20  | <b>Wollmuth Maher &amp;<br/>Deutsch, LLP</b><br><br>Debtors' Special Counsel | 07/05/2012<br>[ECF No. 29235]                           | Sept. 9, 2010 to<br>March 6, 2012          | 2,132,385.00   | 105,040.99             |
|     |  |   | <b>TOTAL:</b>                              | <b>\$522,387,726.90</b>  | <b>\$19,671,216.79</b> |